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Everglades Land Acquisition Project

Governing Board Workshop
March 12, 2009

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Everglades Land Acquisition Presentation Overview



- Legislative Update
- Legal Update
- Acquisition Agreement
 - Best Management Practices
- Financing & Budget
- Public Planning Process
- Community Land Requests
- Economic Transition Activities
- Next Steps

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Everglades Land Acquisition Legislative Briefings



- Since February 11:
 - Senate Community Affairs Committee
 - Joint meeting with Senate Environmental Preservation & Conservation Committee and House General Government Policy Council
 - Joint Legislative Committee on Everglades Oversight
 - Government Accountability Act Council (Bonding Authority)
 - Senate Environmental Preservation and Conservation Committee

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Everglades Land Acquisition Legislative Briefings



- Upcoming:
 - Senate Environmental Preservation and Conservation Committee
 - House General Government Policy Council
 - Florida Congressional Delegation

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Legal Update

Sheryl Wood
General Counsel

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Legal Update Overview



- Administrative Petitions
- Bond Validation Hearing
- Contract Issues – “Go Shop”

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Legal Proceedings Administrative Petitions

- Miccosukee Tribe of Indians of Florida v. SFWMD
 - Second Amended Petition filed on February 25, 2009
 - Order Dismissing Second Amended Petition issued on March 6, 2009
- New Hope Sugar Company and Okeelanta Corporation v. SFWMD
 - Amended Petition for Administrative Hearing filed on February 12, 2009
 - Order Dismissing Amended Petition issued on March 4, 2009

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Legal Proceedings Bond Validation Hearing

- Continuation of Hearing scheduled for March 16-18, 2009
- Challenges from New Hope/Okeelanta, Miccosukee Tribe of Indians of Florida, Dexter Lehtinen and Concerned Citizens of Clewiston
- Notice of Intervention filed by Florida Audubon Society, Inc., February 3, 2009
- Notice of Intervention filed by Jupiter Island Garden Club, Inc., February 17, 2009
- Depositions of four additional District staff taken week of March 2

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Legal Update “Go Shop” Provision Mechanics

Step	Duration	Activity
Solicitation Period	Contract execution + 60 days (ended Feb. 24)	Seller may solicit offers
Post Solicitation Period	Feb 24 through COP Validation	Seller may accept a Superior Proposal
Matching Period	Seller delivery of Alternative Acquisition Agreement + 40 days	Buyer may match price and terms of Alternative Agreement
Exclusivity Period	COP Validation through Closing	Sellers may not entertain any Acquisition Proposals.

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“Go Shop” Provision Termination Fee



- If District elects not to match a Superior Proposal within matching period, and U.S. Sugar proceeds to sell to another buyer, they must pay \$40.2 M Termination Fee to District

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“Go Shop” Provision **Contract Requirements for District Notice**

As a condition of any discussion with a Qualified Purchaser, U.S. Sugar must:

- Enter into a confidentiality agreement with the Qualified Purchaser;
- Advise District of the identity of any Qualified Purchaser that executes a confidentiality agreement within 24 hours of initial contact with the Qualified Purchaser; and
- Keep District reasonably informed of status of any discussions with any Qualified Purchaser.

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“Go Shop” Provision **Status**



- District has not waived any of its rights under the Agreement
- U.S. Sugar has not provided any notice to the District regarding discussions with other purchasers

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Purchase & Sale Agreement: Best Management Practices

Kirk Burns
Office of Counsel

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Best Management Practices Three Different BMP Regimes

- Phosphorus and Nitrogen (Schedule 4.1)
- Sugar Cane Production (includes row crops) (Schedule 4.2)
- Citrus BMPs (Schedule 4.3)

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Best Management Practices Existing Legal Requirements: 40E-63, F.A.C., Permits

- EAA Basin as a *whole* to achieve 25% total phosphorus load reduction in comparison to loading during 1978-1988 baseline
- No individual farm phosphorus limits unless the basin is out of compliance
- USSC farms outside of EAA or C-139 are not subject to 40E-63 requirements

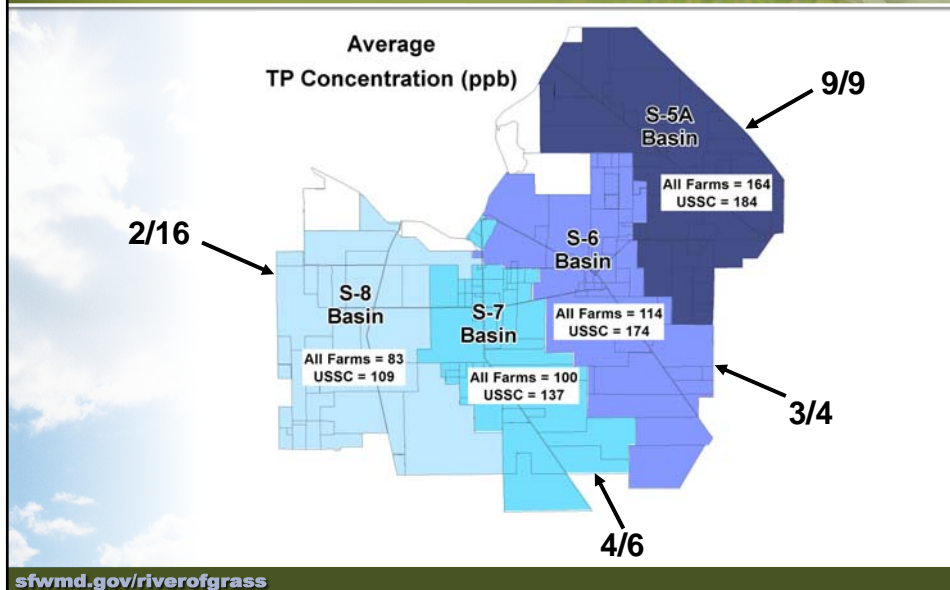
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Best Management Practices Current BMP Proposal

- All farms in S-5A Basin to implement 35 BMP points ***immediately upon closing***
- All farms in remaining EAA basins that are not ***currently*** at 200 parts per billion or 1.2 pounds/acre to implement 35 BMP points ***immediately upon closing***
- Any farm that presently meets 200 parts per billion and 1.2 pounds/acre, but exceeds concentrations/loads in the future, to implement 35 BMP points (no backsliding)

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EAA Basin U.S. Sugar EAA Farms Requiring 35 BMP Points



Best Management Practices How to Account for Variability?

- 1) Farms below 200 ppb and 1.2 lbs/acre: **a multi-tier test.**
- Is three year average at or below historical levels?
 - If not, were historical levels achieved in any year (comprising the three year average)?
 - If the farm passes, is any one year above 90% confidence limit?
 - Have more than 15% of all farms failed the test?

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Best Management Practices How to Account for Variability? (cont'd)

Hypothetical: Farm No. 132

- Three Year Target: 133 ppb (represents historical average)
 - 90% confidence limit = 181 ppb
 - Hypothetical yearly total phosphorus averages:
- | Yr 1 | Yr 2 | Yr 3 |
|---------------------|------|------|
| 185 | 130 | 160 |
| 3 yr. average = 158 | | |

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Best Management Practices How to Account for Variability? (cont'd)

- 2) Farms above 200 ppb or 1.2 lb./acre: **achieving "net improvement."**
- Achieve 20% reduction in concentration after three water years.
 - Recognition that farms well above 200 ppb/1.2 lb. will not achieve 200 ppb/1.2 lb over the lease period.
 - Example: Farm No. 168
currently: 294
20% reduction: 235
 - Example: Farm No. 188
currently: 214
20% reduction: 200

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Best Management Practices Staff Recommendation



Motion:

- Approval of the Third Amendment to Agreement for Sale and Purchase with USSC, SBG Farms, Inc. and Southern Gardens Groves Corp. incorporating new Schedules to the Lease (Exhibit 19e) consisting of: Schedule 1 - Exotic/ Invasive Species, Schedule 2 - Prohibited Aquatic Plants, and Schedule 4 - Best Management Practices.

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Financing Update

Paul E. Dumars, Sr.
Chief Financial Officer

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Financing Update Global Market

- U.S. municipal finance issuers continue to be severely impacted by a combination of a deteriorating macro-economic environment, increasing fiscal pressures, market access and liquidity constraints
 - Questions regarding duration of current crisis are beginning to drive market
- Rating agencies expect continued credit volatility in all sectors, including municipals
 - Sales tax and assessed value declines approaching double digits may overstress Florida municipal credits

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Financing Update Global Market

- Dislocations in credit markets continue to make borrowing more costly; while market access has eased somewhat for highly-rated municipal issuers, it remains challenging for lesser-rated credits
- Rating agencies and others, including banks, insurance companies, regulators, and policymakers did not anticipate the full extent of what has become a global recession.

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Financing Update Municipal Market

- Tax-Exempt Market
 - Troubled Assets Relief Program (TARP) has had modest impact on tax-exempt market
 - Short-term rates are at all time lows for “clean” credits (under 1%)
 - Long-term tax exempt market functional but very thin
 - Rates are above averages
 - Credit spreads have widened significantly

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Financing Update Municipal Market

- Taxable Market
 - Spreads to Treasuries have widened significantly
- Municipal Market Participants
 - Underwriters continue to consolidate
 - Credit enhancement is still the biggest challenge
 - Berkshire and Assured are the only active insurers
 - MBIA and AMBAC are actively working to re-establish marketable insurance
 - Financial pressure on banks limits availability of Letters of Credit

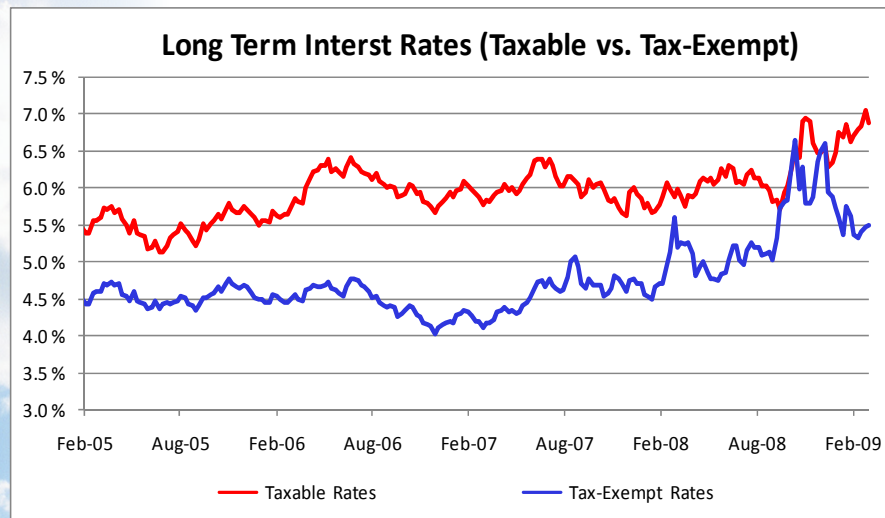
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Financing Update Long-Term Interest Rates

- Long-term interest rates have improved in recent months, but market still unstable
 - Tax-exempt market driven by retail demand which is rarely enough to satisfy supply
 - Taxable market still difficult with interest rates well above historic averages driven by weak fundamentals in global debt market

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Financing Update Long-Term Interest Rates



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Financing Update Long-Term Taxable Interest Rates

- While tax-exempt market is unstable and rates are high, taxable market is worse.
 - Taxable municipal debt generally priced at a “spread to Treasuries”
 - Spread has widened from about 100 bps to approximately 400 bps

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**Financing Update:
Tax Reform Legislation**
Doug Bergstrom
Budget Director

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Financing Update Tax Reform Bills

Assessed Valuation of Property:

- Prohibit increase in assessed valuation for homesteaded property when market value decreases or remains the same
 - Modifies the Save Our Homes Recapture Rule
- Extend sales transaction period for basing assessed values
 - Capture most recent transactions in a falling market and reduce assessed values
- Limit increase in assessed value of non-homesteaded property to 5% annually (Amendment 1 set a 10% limit)

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Financing Update Tax Reform Bills

Tax Caps/Limits on Revenue Growth:

- 1.35% property tax cap – taxes on a property limited to 1.35% of parcel's taxable value
 - If passed, implementing bill would determine HOW funds split between governments
 - Estimated 15-20% reduction in District ad valorem
- Future revenue growth limited to % change in population and inflation + 1%
 - Results in more limited revenue growth than per capita personal income based on past 5 years' data
- Require voter approval of "new" revenue sources, including new taxes, fees, assessments, or charges for services

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River of Grass Phase I Planning

Kenneth G. Ammon, P.E.

Deputy Executive Director, Everglades Restoration

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RESTORATION PLANNING

River of Grass Planning Activities to Date

RESTORATION PLANNING

- Public planning process – WRAC Issues Workshops
 - January 22 – Clewiston (summarized at 2/5 WRAC and 2/11 Governing Board)
 - February 3 – West Palm Beach (summarized at 2/5 WRAC and 2/11 Governing Board)
 - February 19 – Belle Glade (summarized 3/5 WRAC and today)
 - March 4 – West Palm Beach (summarized 3/5 WRAC and today)

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River of Grass Planning WRAC Issues Workshop – February 19

RESTORATION PLANNING

- Meeting held in Belle Glade at Palm Beach Community College - Dolly Hand Cultural Arts Center
- Workshop focus:
 - Revised Vision, Goals and Scope for Phase I Planning Process
 - Revised Problems, Objectives and Constraints Table
 - Stakeholder Presentations on Restoration Approaches

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River of Grass Vision Statement

RESTORATION PLANNING

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- Maximize restoration opportunities for the South Florida ecosystem by acquiring strategically located lands, establishing a managed system of water storage and treatment, and restoring a historic hydrologic connection to benefit America's Everglades, Lake Okeechobee, and the St. Lucie and Caloosahatchee rivers and estuaries.

River of Grass Goals

RESTORATION PLANNING

- Increase availability of water storage to reduce harmful freshwater discharges from Lake Okeechobee to Florida's coastal rivers and estuaries and to redistribute more water to the south to restore the southern Everglades
- Increase availability of storage and treatment to enhance delivery of cleaner water to the Everglades
- Prevent harmful phosphorus flows from entering Lake Okeechobee and the Everglades
- Eliminate need for "back-pumping" water into Lake Okeechobee

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River of Grass Goals, *cont.*

RESTORATION PLANNING

- Improve U.S. Army Corps of Engineers' options for managing Lake Okeechobee within a more desirable ecological range
- Provide additional water storage alternatives to relieve some pressures on Herbert Hoover Dike while continuing to pursue timely rehabilitation
- Support continued regional agriculture, as well as economic diversification, where viable

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Phase I Planning Process Scope

RESTORATION PLANNING

- Determine the range and general location of acreage needed north of the Everglades Protection Area for storing, treating and delivering the water flows needed to restore the Everglades, while enhancing ecological values in Lake Okeechobee and the northern estuaries.

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River of Grass Planning WRAC Issues Workshop – February 19

RESTORATION PLANNING

- Stakeholder Presentations on Restoration Approaches
 - Forest Michael and Karl Wickstrom
 - Florida Crystals
 - US Army Corps of Engineers (USACE)
 - Everglades Foundation
 - Arthur R. Marshall Foundation
 - Department of Interior/Everglades National Park (DOI/ENP)
 - South Florida Water Management District (SFWMD)

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River of Grass Planning WRAC Issues Workshop – March 4

RESTORATION PLANNING

- Meeting held in West Palm Beach at District Headquarters
- Workshop focus:
 - Continuation of Presentations on Restoration Approaches
 - Audubon
 - Discussion of Modeling Tools
 - Discussion of Maps and Land Information

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WRAC Issues Workshop – March 4 Modeling Tools

RESTORATION PLANNING

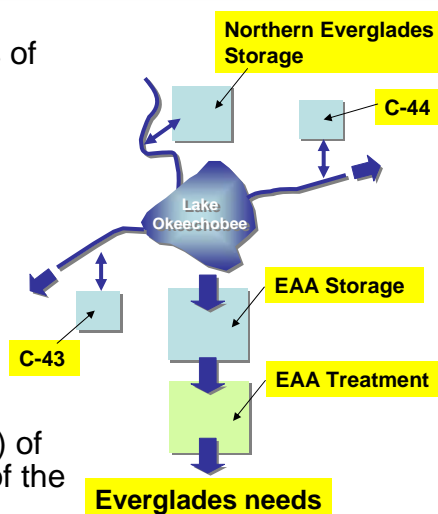
- Physical System Relationships
- Reservoir Sizing and Operations Screening (RESOPS) Model Overview
- Performance Measures/Indicators
- Tradeoffs and Linkages (Examples)
- Review of Conclusions from 2008 Due Diligence
- Performance Summary Maps

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WRAC Issues Workshop - March 4 Modeling Tools: RESOPS Model Overview

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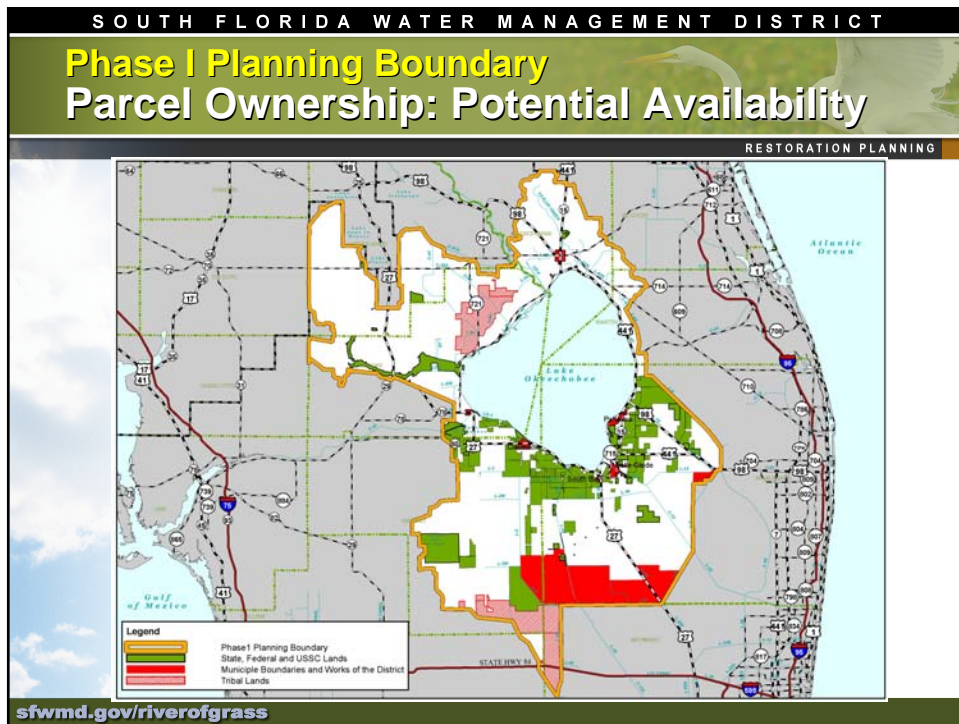
- Provides rapid screening-level testing of the integrated effects of alternative reservoir sizes and proposed operating rules for:
 - Lake Okeechobee
 - Northern Everglades Storage
 - EAA Storage
 - C-43 Storage
 - C-44 Storage
 - Flows to the Everglades Water Conservation Areas
- Performs 41-year continuous simulations (monthly time-step) of the hydrology and operations of the water management system

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- General area that will be considered for potential project features to assist in achieving the “River of Grass” Vision and Goals



- Provides a general range of potential land availability
 - High Potential Availability - State and Federal Lands, United States Sugar Corporation Lands
 - Uncertain Availability - Private Lands, Utility Owned Lands, Urban Service Areas Outside of Municipal Boundaries
 - No Availability - Tribal Lands, Lands within Municipal Boundaries, Existing Projects, Project Under Construction



SOUTH FLORIDA WATER MANAGEMENT DISTRICT	
Phase I Planning Process Schedule	
RESTORATION PLANNING	
February	Problems, Objectives, and Constraints; Approaches to Achieve Goals and Objectives; Stakeholder Presentations
March/April	Modeling/Assessment Tools; Configuration Scenarios-Development and Assessment; Stakeholder Presentations
May	Identify Viable Configurations; Develop Preliminary Cost Estimates
June	Present Draft Viable Configurations and Preliminary Cost Estimates to Governing Board
July	Refine Information Based on Governing Board Input
August	Present Final Draft of Viable Configurations and Preliminary Cost Estimates to Governing Board
September	Governing Board Decision on Land Acquisition Closing
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Phase I Planning Next Meeting: Date and Location
RESTORATION PLANNING
<p align="center"><u>Next WRAC Issues Workshop</u></p> <p align="center"> March 20, 2009 UF/IFAS Hendry County Ext. Office Dallas B Townsend Agricultural Center 1085 Pratt Blvd LaBelle, FL 10:00 a.m. – 4:00 p.m. </p>
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Phase I Planning Next Meeting: Topics

RESTORATION PLANNING

Meeting Topics

- Local Government Presentations
- Performance Summary Maps
- Water Quality, Economic and Cost Information
- Preparation for March 31/April 1 Group Alternative Configuration Exercise

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Phase I Planning Future Meetings and Topics

RESTORATION PLANNING

Future Meetings

(10:00 a.m. – 4:00 p.m.)

- March 31/April 1, Royal Palm Beach Cultural Center, Royal Palm Beach
- April 16-17, SFWMD Lower West Coast Service Center, Ft. Myers

Future Meeting Topics

- Identification and Evaluation of Alternative Configurations
- Modeling Assessments
- Cost Estimating
- Presentation and Topics as Identified by Participants

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Phase I Planning Outreach

RESTORATION PLANNING

- Agenda distributed prior to each WRAC Issues Workshop
- Invitations extended to all interested stakeholders to present their related restoration approaches
- Letters sent to all land owners owning 50 acres and above inviting their active participation
- Similar letters also being sent to the twenty-one 298 District's within planning boundary
- Attendance increasing as we get more into the modeling tools, maps and land information and development of alternative configurations

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Phase I Planning
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Restoration Project Planning

On December 16, 2008, the South Florida Water Management District Governing Board voted to accept a contract with the United States Sugar Corporation to acquire more than 100,000 acres of agricultural land for Everglades restoration. This historic transaction provides water managers with the unprecedented opportunity to store and treat water on a scale never before envisioned for the benefit of America's Everglades, Lake Okeechobee and the St. Lucie and Caloosahatchee rivers and estuaries.

With full public involvement, the first phase of River of Grass restoration project planning is under way. Through a series of Water Resources Advisory Commission Issues Workshops, the Phase 1 planning process will determine viable configurations for constructing a managed system of water storage and treatment to support ecosystem restoration efforts.

RELATED MATERIALS

Public Workshops: Dates, Agendas, Presentations, Minutes
News, Fact Sheets, Public Information
Reservoir Sizing and Operations Screening (RESOPS) Model

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RESTORATION PLANNING

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Community Land Requests

Ruth Clements
Director, Land Acquisition

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Community Land Requests Lease Terms



- Up to 3,000 acres transferable
- District's sole discretion as to timing
- Acreage in cane remains subject to Lease
 - Community becomes landlord
 - Majority of land requests are in cane production
- Acreage not in production transferred free/clear

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Community Land Requests Clewiston and Hendry County

- Land conveyance requests within City limits (~770 ac)
 - Includes 95-acre Clewiston Airport parcel zoned industrial and all other vacant USSC parcels within City limits
- Two parcels south of City for expansion of the City's spray field (~335 acres)
- Dedicate lands immediately west of the Clewiston City limits for future development and expansion (totaling ~1,300 acres) or annex those lands adjacent to the City to add ad valorem revenue to the City
- Add 28 acres of USSC lands just north of C21 canal to the C20 and C21 stormwater treatment area project



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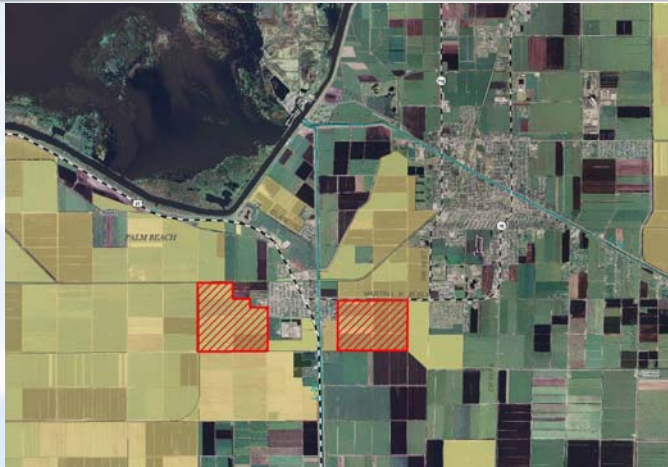
Community Land Requests Belle Glade



- Requested two parcels of land - total 657 acres (191 and 466 acres)
- USSC land included in future expanded urban service boundary ~ 1,040 acres

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Community Land Requests South Bay



- Requested 2 parcels ~ 1,000 acres
- USSC land included in future expanded urban service boundary ~ 2,900 acres

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Community Land Requests Pahokee



- City of Pahokee Request ~ 675 acres

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Community Land Requests Florida Inland Navigational District (F.I.N.D.)



- Requesting 60 acres for spoil site

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Community Land Requests Tools for Additional Economic Benefits

Bonita Bay Option Agreement

- Encompasses 502 acres
 - Along US 27 – western limits of Clewiston
- Two take downs have occurred
 - 9/07 – approximately 20 acres @ \$25K/acre
 - 482 acres remain under option
- Comprehensive site plan amendment
 - 1500 residential units
 - 1M sq. ft. of commercial/industrial space

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Economic Transition Activities

Deena M. Reppen

Deputy Executive Director, Government & Public Affairs

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Economic Transition State Funding



Governor's Proposed Budget

- \$45 million for Quick Action Closing Fund
- **\$5 million** for "areas impacted by the South Florida Water Management District's acquisition of land from the U.S. Sugar Corporation"
 - Identifies Hendry and Glades counties; Belle Glade, South Bay and Pahokee

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Economic Transition OTTED Activities



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Web-based Information

- Finalizing Web site for enhanced communication; central repository for information on economic diversification and support
- Meeting/workshop/event announcements and calendars
- Reports/studies
- State programs, resources

Economic Transition OTTED Activities



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Community Conversations

- Series of community meetings provided open forum for community discussion on economic visioning
 - Clewiston, Tri-Cities, Moore Haven, Labelle
- Moderated by Fairfield Index, Inc.
- Reviewed target industries identified in 2006 and identified other community needs
- Reports available summarizing community input



- Shift priority from Healthcare & Sciences to Logistics & Distribution (Inland Port)

- Strategic geographic position offers unique opportunities
- Bio-fuels & alternative energy also in alignment
 - Current ability to produce raw materials, research, manufacture
 - Future ability for logistics and distribution



- Community involvement in discussion/decisions on inland port

- Funding and development for comprehensive economic development plan
- Understanding of economic tools, incentives and resources currently available
- Local education for future employment needs
- Transportation infrastructure improvements

Economic Transition District Activities



- \$2 million set aside in FY09 budget for Hendry, Glades & Tri-Cities
- Fund capital projects benefiting the water resources of the Glades communities
- Coordinated with local communities to identify projects
- Board approved projects in December
- Contract development underway
- Projects scheduled for completion by December 2009

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Community Project Funding Glades County




- Stormwater conveyance and improvements in Moore Haven to prevent flooding and improve water quality into Caloosahatchee River
- Expanding sewer system; removing septic tanks from Lake Okeechobee watershed

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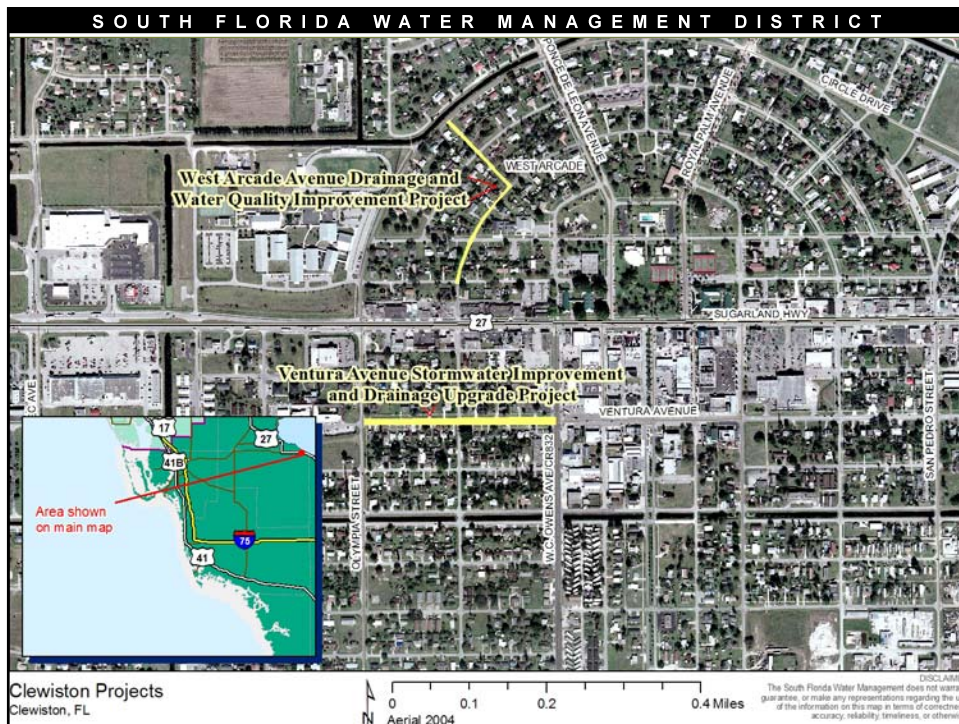
Community Project Funding Hendry County



Clewiston

- Stormwater treatment and drainage improvements and upgrades in city neighborhoods
 - West Arcade Avenue
 - Ventura Avenue

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Community Project Funding Hendry County



LaBelle

- Alternative water supply test well
 - First step to replace city water treatment plant currently utilizing surficial aquifer

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Community Project Funding Palm Beach County



- Rehabilitation of stormwater systems in Belle Glade, Pahokee and South Bay
- Installation of real-time hydrologic and rainfall gauges within the 298 Districts

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Economic Transition Next Steps: OTTED



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- Launch website
- Technical assistance
 - Coordinating with state agencies to fast-track permitting for improved infrastructure
 - Extending existing state grants to attract new business

Economic Transition Next Steps: District



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- Community presentations at March 20 project planning workshop
- Facilitate funding requests for technical support
 - Baseline economic impact study
 - Economic development consultant

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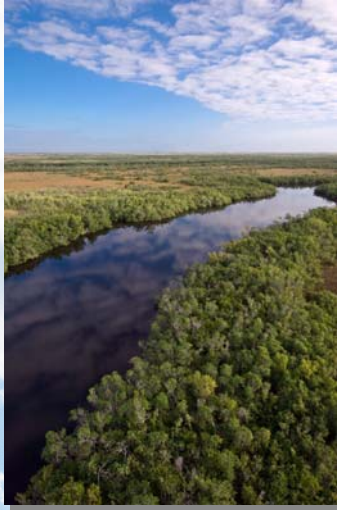
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Next Steps
Carol Wehle
Executive Director

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Everglades Land Acquisition Next Steps



- Continued state legislative briefings
- March 27 - Congressional delegation hearing
- March 16-18 – Bond validation hearing
- WRAC Issues Workshops for Phase I project planning
 - March 20 in Labelle
 - March 31-April 1 in Royal Palm Beach
 - Initial identification and evaluation of alternative configurations

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